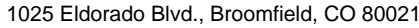


EXHIBIT A



Page 2 of 27 Page 1 of 7
 Billing Account Number **1-5LTSS9**
 Invoice Number 57539079
 Payment Due July 31, 2017
 Invoice Date July 01, 2017

**How to reach Level 3:
1-877-2LEVEL3 (1-877-253-8353)
Billing@level3.com**

Invoice of Level 3 Communications, LLC

Learn how to manage your Level 3 services and account online, anytime using the MyLevel3 customer portal: customerportal.level3.com.

Going Green has never been easier with Level 3's paperless invoices. Sign up and receive your invoice via the MyLevel3 customer portal! It's easy, go to: [My.Level3.com](https://my.level3.com) and select Billing > Invoice Management > Setup > Paperless Billing. If you prefer to receive it via email call the number at the top of your invoice. Thank you for Going Green!

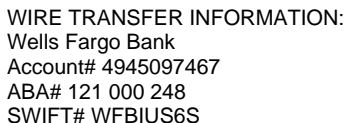
Previous Statement Balance	23,925.02
Payments	0.00
Credits/Adjustments	0.00
Amount Past Due	23,925.02

Current Charges	15,076.22
Finance Charges	238.06

Total Amount Due	USD	39,239.30
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*Your invoice reflects an amount past due. If you have not already done so, please pay **total amount due** in accordance with your payment terms.*

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Pay your bill online at: customerportal.level3.com

Level 3 Communications, LLC
PO Box 910182
Denver, CO 80291-0182

Name	GYMBOREE
Billing Account Number	1-5LTSS9 2
Invoice Number	57539079
Payment Due	July 31, 2017

Total Amount Due	USD	39,239.30
-------------------------	------------	------------------

Amount Enclosed:

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- Detach and enclose this portion with your payment
- Make check payable to Level 3 Communications, LLC
- Write the invoice number on the check
- Mail check to address noted in this Remittance section

1. What is PICC?

PICC can also be called Carrier Line Charge. The Federal Communications Commission (FCC) mandated that all long distance companies pay the local telephone company a monthly PICC on most of your telephone lines. This charge is passed to you and may increase or decrease from time to time.

2. What is the Federal Universal Service Fund Surcharge?

Federal Universal Service Fund Surcharge is the recovery of the amount due to the Federal Universal Service Fund. Universal service is a Federal Communications Commission (FCC) program designed to ensure affordable access to telecommunications services to low-income customers, rural areas, school and libraries, and rural healthcare facilities. The Federal Universal Service fund was established by Congress in order to promote and encourage telecommunications infrastructure and service availability nationwide. All telecommunications providers that offer interstate and international voice and data, private line, directory assistance and other regulated services in the United States are required by the FCC to contribute on an equitable and nondiscriminatory basis to the Federal Universal Service Fund.

3. What is the Cost Recovery Fee?

A Cost Recovery Fee allows Level 3 to recover regulatory fees and expenses incurred by Level 3 such as FCC regulatory fees, federal regulatory fees to fund programs, various State Public Utilities Commission (PUC) fees, various state business licenses, and various state annual regulatory fees.

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A Property Surcharge allows Level 3 to recover a portion of the property tax it pays to state and local jurisdictions.

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The MyLevel3 Customer Portal provides you with convenient and secure billing options. You can:

- View, download and analyze your Level 3 invoices
- Pay your invoices easily online with the option to set up recurring payments
- Submit and manage billing inquiries, disputes and requests
- Create standard and custom reports
- "Go green" by turning off your paper invoice

Not a current Portal user? Visit customerportal.level3.com for more information on how to register. For any questions related to the Portal, email PortalAccess@level3.com or call 1-877-8LEVEL3.

6. When is my invoice available on MyLevel3 Customer Portal?

You can view your invoice in MyLevel3 Customer Portal approximately 3 to 5 days after your Invoice Date. Your Invoice Date is shown on the top right corner of your invoice.

7. What is a Prorate?

Some products and services are billed one month in advance. If you sign up for one of these services in the middle of your billing period, your charges for that time period will be less than a full month's charge. This partial month charge is called a prorate.

8. When is my invoice due?

Your invoice is due upon receipt unless payment terms are specifically identified in your Master Services Agreement. If the total amount is not paid on time, your account is considered past due. Failure to pay a past due amount is considered a material breach of contract and may result in suspension of service and subsequent termination of your service contract.

9. How will credits appear on my invoice?

Credits will appear in the Credits section of the invoice. Credits are identified with brackets surrounding the amount.

10. What is a Payphone Surcharge?

The Payphone Surcharge compensates the payphone owner for the use of their phones. This surcharge is mandated by the FCC and applies to all completed calls placed from a payphone when using toll-free numbers or any similar access codes. These calls are identified with a "H" next to the call amount in the Usage Detail section.

11. What is a Minimum Usage Charge?

A Minimum Usage Charge is the difference between your monthly usage guarantee, as agreed upon in your Service Contract, and your monthly usage plus applicable monthly recurring charges. This charge will only appear on your invoice if your monthly usage falls below your monthly usage guarantee.

12. How do I submit a dispute?

If you have any questions or concerns about your invoice, please contact the Billing Inquiry Department at 1-877-2LEVEL3 or through the MyLevel3 Customer Portal (<https://mylevel3.net>). Level 3 must be notified and receive a written explanation for the disputed charges within 30 days of the due date. The written explanation of the dispute must include the following information:

- Account name and number
- Date of invoice
- Amount of disputed charges
- Type of disputed charges
- Reason charges are being disputed

Upon our receipt of such notification and written explanation, we will begin investigating the reason the charges are being disputed. Any unpaid charges will accrue late fees and the settlement of the late fees will be addressed upon the resolution of the disputed charges.

13. How do I submit a disconnect request?

Customer initiated disconnect requests can be submitted through MyLevel3 Customer Portal at: <http://customerportal.level3.com> or <http://www1.level3.com/disco/disco.html>

The service(s) you request to be disconnected will have an estimated Bill Stop Date of 30 days from the received date of the request unless the requested date is greater than 30 days from the received date or your contract states otherwise. Any subsequent requests for assistance or questions can be emailed directly to disconnects@level3.com.

14. How do I use the Telecommunication Relay Service (TRS)?

To utilize the TRS system, simply dial 711. For additional information, consult the FCC website: <http://www.fcc.gov/cgb/dro/trs.html>

Level 3 Communications, LLC is a disregarded entity for U.S. federal tax purposes into Level 3 Financing, Inc. Federal Tax Id 47-0735805

**Level 3 Communications, LLC Tax ID: GST/HST#: 84539 3941 RT 0001
QST#: 1214162918**

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GYMBOREE

CHARGE SUMMARY

Recurring Charges	10,352.58
Non-Recurring Charges	3,500.00
Usage Charges	0.00
Taxes, Fees and Surcharges	1,223.64
Total Current Charges USD*	15,076.22

*Total Current Charges USD excludes finance charges

AGING

Current	23,011.55
0-30 Days	8,054.36
31-60 Days	8,173.39
61-90 Days	0.00
Over 90 Days	0.00
Amount Due	39,239.30

OUTSTANDING BALANCE

Invoice Date	Invoice Number	Invoice Amount	Credits/ Adjustments	Payments	Finance Charges	Total Amount Due USD
Apr 01, 2017	53753934	7,935.33	0.00	0.00	238.06	8,173.39
May 01, 2017	54970943	7,935.33	0.00	0.00	119.03	8,054.36
Jun 01, 2017	56237389	7,935.33	0.00	0.00	0.00	7,935.33
Jul 01, 2017	57539079	15,076.22	0.00	0.00	0.00	15,076.22
		38,882.21	0.00	0.00	357.09	39,239.30

TAXES, FEES AND SURCHARGES

	Federal / International	State	County	City	Other	Total
Taxes						
State and Local Taxes	0.00	0.00	0.00	339.22	0.00	339.22
Total Taxes	0.00	0.00	0.00	339.22	0.00	339.22
Fees and Surcharges						
Federal Universal Service Fund Surcharge	163.85	0.00	0.00	0.00	0.00	163.85
State and Local Surcharges	0.00	0.00	0.00	12.51	0.00	12.51
Administrative Expense Fee	8.35	0.00	0.00	0.00	0.00	8.35
Property Surcharge	0.00	519.47	0.00	0.00	0.00	519.47
Cost Recovery Fee	0.00	37.34	0.00	0.00	0.00	37.34
Franchise Cost Recovery	0.00	14.84	21.74	106.32	0.00	142.90
Total Fees and Surcharges	172.20	571.65	21.74	118.83	0.00	884.42
Total Taxes, Fees and Surcharges	172.20	571.65	21.74	458.05	0.00	1,223.64

PRODUCT SUMMARY

Product	Amount	Taxes, Fees, Surcharges	Total
IP and Data Services			
Non-Recurring Charges	3,500.00	447.24	3,947.24
Recurring Charges	10,352.58	776.40	11,128.98
Total Current Charges	13,852.58	1,223.64	15,076.22

LOCATION SUMMARY

Charge Type	Amount	Taxes, Fees, Surcharges	Total
2299 KIDDS WAY, DIXON, CA			
IP and Data Services			
Recurring Charges	1,713.55	275.69	1,989.24
Total 2299 KIDDS WAY, DIXON, CA	1,713.55	275.69	1,989.24
3330 E LONE MOUNTAIN RD, NORTH LAS VEGAS, NV			
IP and Data Services			
Recurring Charges	2,013.40	111.56	2,124.96
Total 3330 E LONE MOUNTAIN RD, NORTH LAS VEGAS, NV	2,013.40	111.56	2,124.96
500 HOWARD ST, SAN FRANCISCO, CA			
IP and Data Services			
Recurring Charges	3,605.53	212.73	3,818.26
Total 500 HOWARD ST, SAN FRANCISCO, CA	3,605.53	212.73	3,818.26
71 STEVENSON ST, SAN FRANCISCO, CA			
IP and Data Services			
Non-Recurring Charges	3,500.00	447.24	3,947.24
IP and Data Services			
Recurring Charges	3,020.10	176.42	3,196.52
Total 71 STEVENSON ST, SAN FRANCISCO, CA	6,520.10	623.66	7,143.76
Total Charges	13,852.58	1,223.64	15,076.22

GYMBOREE

SERVICE LEVEL ACTIVITY

Service ID	Description	Billing Period	Units	Amount	Taxes, Fees, Surcharges	Total
1-5LTSS9						
BCLK5716						
BBKP58283	Dedicated Internet Access (DIA)	Loc A: 2299 KIDDS WAY, DIXON, CA				
Access SEQ1 FE 50 MBPS Offnet						
Access FE Off-Net		MRC Jul 01, 2017 - Jul 31, 2017	1	878.57	243.46	1,122.03
BBKP58284	Dedicated Internet Access (DIA)	Loc A: 2299 KIDDS WAY, DIXON, CA				
IP:Fixed,50 MbpsFE						
Fixed Port FE		MRC Jul 01, 2017 - Jul 31, 2017	1	834.98	32.23	867.21
Total BCLK5716				1,713.55	275.69	1,989.24
BCQD3150						
BBLW31425	Dedicated Internet Access (DIA)	Loc A: 500 HOWARD ST, SAN FRANCISCO, CA				
Access SEQ1 GE 500 MBPS ESA						
Access Circuit GE On-Net-ESA		MRC Jul 01, 2017 - Jul 31, 2017	1	453.57	57.96	511.53
BBLW31426	Dedicated Internet Access (DIA)	Loc A: 500 HOWARD ST, SAN FRANCISCO, CA				
IP:Fixed,500 MbpsGE						
Fixed Port GE		MRC Jul 01, 2017 - Jul 31, 2017	1	3,151.96	154.77	3,306.73
Total BCQD3150				3,605.53	212.73	3,818.26
BDHR1131						
BBSC70992	Dedicated Internet Access (DIA)	Loc A: 3330 E LONE MOUNTAIN RD, NORTH LAS VEGAS, NV				
Access SEQ1 GE 1000 MBPS ESA						
Access Circuit GE On-Net-ESA		MRC Jul 01, 2017 - Jul 31, 2017	1	238.40	24.23	262.63
BBSC70993	Dedicated Internet Access (DIA)	Loc A: 3330 E LONE MOUNTAIN RD, NORTH LAS VEGAS, NV				
IP:Usage,500 MbpsGE						
Usage Based Port GE		MRC Jul 01, 2017 - Jul 31, 2017	1	1,775.00	87.33	1,862.33
Burst		USG Jun 01, 2017 - Jun 30, 2017	0.0 Mbps	0.00	0.00	0.00
Total BDHR1131				2,013.40	111.56	2,124.96
BDJC2047						
BBSH02248	Dedicated Internet Access (DIA)	Loc A: 71 STEVENSON ST, SAN FRANCISCO, CA				
Access SEQ1 GE 1000 MBPS ESA						
Access Circuit GE On-Net-ESA		MRC Jul 01, 2017 - Jul 31, 2017	1	238.40	30.46	268.86



Billing Account Number

1-5LTSS9

Invoice Number

57539079

Invoice Date

Jul 01, 2017

GYMBOREE

SERVICE LEVEL ACTIVITY

Service ID	Description	Billing Period	Units	Amount	Taxes, Fees, Surcharges	Total
BBSH02249	Access Circuit GE On-Net-ESA	MRC Jun 16, 2017 - Jun 30, 2017	1	119.20	15.23	134.43
	Access Circuit GE Onnet Installation-ESA	NRC Jun 16, 2017	1	3,500.00	447.24	3,947.24
	Dedicated Internet Access (DIA)	Loc A: 71 STEVENSON ST, SAN FRANCISCO, CA				
	IP:Usage,500 MbpsGE					
	Usage Based Port GE	MRC Jul 01, 2017 - Jul 31, 2017	1	1,775.00	87.15	1,862.15
	Usage Based Port GE	MRC Jun 16, 2017 - Jun 30, 2017	1	887.50	43.58	931.08
Total BDJC2047				6,520.10	623.66	7,143.76
Total 1-5LTSS9				13,852.58	1,223.64	15,076.22



Area Code Overlay Approved for the 916 Area Code

To ensure a continuing supply of telephone numbers, the new 279 area code will be added to the area served by 916. This is known as an area code overlay. **Get ready to change the way you dial your local calls!**

What is an area code overlay?

An overlay is the addition of another area code (279) to the same geographic region as an existing area code (916). An overlay does not require customers to change their existing area code, but does require them to dial "1" followed by the area code and the seven-digit telephone number on every call, including calls within the same area code.

Who will be affected?

Everyone with a 916 area code is affected. The 916 area code serves the greater Sacramento area, including the cities of Citrus Heights, Elk Grove, Folsom, Isleton, Lincoln, Loomis, Rancho Cordova, Rocklin, Roseville, Sacramento, and West Sacramento. The new 279 **area code** will serve the same geographic area currently served by the existing 916 area code.

What will be the new dialing procedure?

To complete calls from a **landline phone**, the new dialing procedure requires anyone with a 916 area code to dial **1 + area code + telephone number**. This means that all calls in the 916 area code that are currently dialed with seven digits will need to be dialed using **1 + area code + telephone number**.

To complete calls from a cellular or mobile phone, callers may dial the area code + telephone number or 1 + area code + telephone number whenever placing a call from a phone number with the 916 area code.

When will the change begin?

Effective **August 12, 2017**, you should begin using the new dialing procedures whenever you place a call from the 916 area code. If you forget and dial just seven digits, your call will still be completed.

Beginning **February 10, 2018**, you must use the new dialing procedures, as described above for all calls, even for local calls. After this date, if you do not use the new dialing procedures, your calls will not be completed and a recording will instruct you to hang up and dial again using the new dialing procedure.

Beginning **March 10, 2018**, new telephone lines or services in the 916 area may be given numbers from the new 279 area code.

What will you need to do?

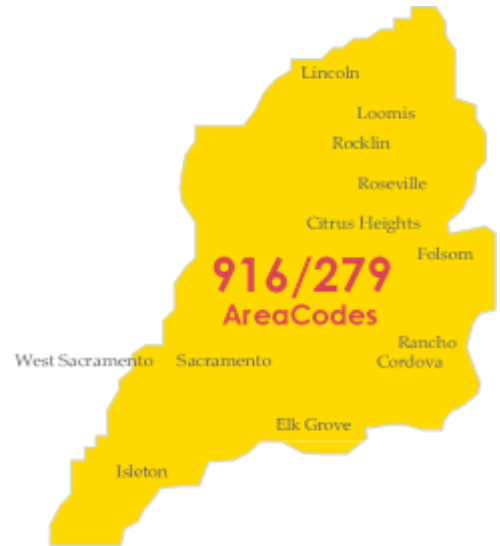
In addition to changing your dialing procedure, all services, automatic dialing equipment, or other types of equipment that are programmed to dial a 7-digit number will need to be reprogrammed to use the new dialing procedure. Some examples are life safety systems and medical monitoring devices, PBXs, fax machines, Internet dial-up numbers, alarm security systems and gates, speed dialers, call forwarding settings, voicemail services, etc. You may also want to check your personal and business stationery, checks, advertising materials, websites, contact information, and personal or pet ID tags to ensure the 1 + area code is included in the telephone number.

What will remain the same?

- Your telephone number, including current area code, will not change.
- The price of a call, coverage area, or other rates and services will not change due to the overlay.
- What is a local call now will remain a local call regardless of the number of digits dialed.
- You can still dial just three digits to reach 911, as well as 211, 311, 411, 511, 611, 711 and 811.

Who may you contact with questions?

If you have any questions regarding information provided in this notice, please call Level 3 Communications at 1-877-453-8353 or access the following websites for more information: www.Level3.com or (<http://www.cpuc.ca.gov/916areacode/>).





Código 279 aprobado sobre el código de área 916

Para asegurar un suministro continuo de números de telefónicos, se añadirá el nuevo código de área 279 al área cubierta por el 916. Esto se conoce como código sobrepuesto. **¡Prepárese para cambiar la forma en que marca sus llamadas locales!**

¿Qué es un código sobrepuesto?

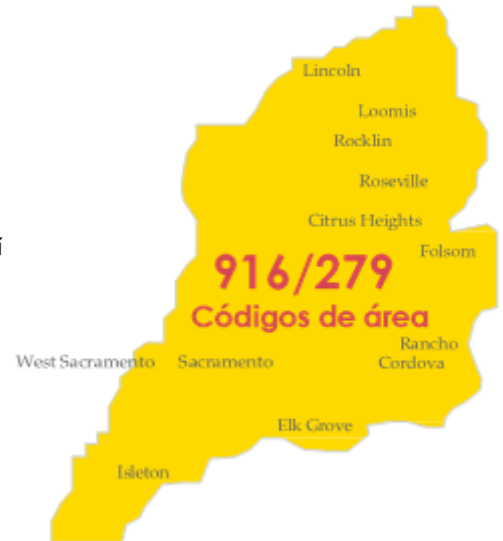
Un código sobrepuesto es la adición de otro código de área (279) a la misma región geográfica que ya tiene un código de área actual (916). El código sobrepuesto no requiere que los clientes cambien su código de área actual, pero sí obliga que marquen "1" seguido del código de área y el número de teléfono de siete dígitos en cada llamada, así como también en las llamadas realizadas dentro del mismo código de área.

¿Quiénes son afectados?

Todos los que tienen un código de área 916 son afectados. El código de área 916 sirve la mayor área de Sacramento incluyendo las ciudades de Citrus Heights, Elk Grove, Folsom, Isleton, Lincoln, Loomis, Rancho Cordova, Rocklin y Roseville, Sacramento y West Sacramento. El nuevo **código de área 279** servirá la misma área geográfica que sirve actualmente el código de área 916 actual.

¿En qué consistirá el nuevo procedimiento de marcación?

Para realizar llamadas desde un **teléfono fijo**, el nuevo procedimiento de marcación requiere que todo aquel con un código de área 916 marque **1 + código de área + número de teléfono**. Esto significa que todas las llamadas realizadas en el código de área 916 que actualmente se marcan con siete dígitos deberán marcarse usando **1 + código de área + número de teléfono**.



Llamando de un **teléfono móvil o celular** con el código de área 916, también se puede marcar el **código de área + número de teléfono o 1 + código de área + número de teléfono**.

¿Cuándo comenzará el cambio?

A partir del **12 de agosto de 2017**, debe empezar a usar el nuevo procedimiento de marcación cuando haga una llamada desde el código de área 916. Si olvida y marca solo siete dígitos, la llamada todavía podrá completarse.

A partir del **10 de febrero de 2018**, tendrá que usar el nuevo método de marcación para todas las llamadas, tal como se acaba de describir, incluso para las llamadas locales. Después de esta fecha, si no usa el nuevo procedimiento de marcación, sus llamadas no se completarán y una grabación le indicará que cuelgue y vuelva a marcar usando el nuevo procedimiento de marcación.

A partir del **10 de marzo de 2018**, a las nuevas líneas de teléfono o servicios en el área 916 se les asignará números con el nuevo código de área 279.

¿Qué debe hacer?

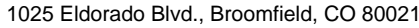
Además de cambiar el procedimiento de marcación, será necesario que vuelva a programar todos los servicios, equipos de marcación automática y otros tipos de equipo que estén programados para marcar un número de teléfono de 7 dígitos para que usen el nuevo procedimiento de marcación. Algunos ejemplos son los sistemas de salvamento y dispositivos de monitoreo médico, PBX, máquinas de fax, números de acceso telefónico al Internet, puertas y sistemas de alarma de seguridad, marcadores rápidos, ajustes de desvío de llamadas, servicios de buzón de voz, etc. También debe verificar artículos de oficina y personales, membretados, cheques, materiales de publicidad, sitios web, información de contacto y sus tarjetas de identificación personal o de mascotas para asegurarse de que esté incluido el 1+ código de área en el número telefónico.

¿Qué quedará igual?

- Su número de teléfono, incluyendo el código de área actual, no cambiará.
- El precio de la llamada, el área de cobertura y otras tarifas y servicios no cambiarán debido al cambio.
- Lo que actualmente es una llamada local se mantendrá como tal independientemente de la cantidad de dígitos marcados.
- Podrá continuar marcando solo tres dígitos para comunicarse con el 911 así como con el 211, 311, 411, 511, 611, 711 y 811.

¿Con quién puede comunicarse si tiene preguntas?

Si tiene preguntas sobre la información que se proporciona en este aviso, comuníquese con Level 3 Communications al 1-877-453-8353 o visita los siguientes sitios web para obtener más información: www.Level3.com o (<http://www.cpuc.ca.gov/916areacode/>).



Page 9 of 27		Page 1 of 6
Billing Account Number	1-5LTSS9	
Invoice Number	58783053	
Payment Due	August 31, 2017	
Invoice Date	August 01, 2017	

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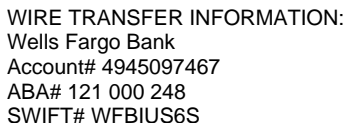
Previous Statement Balance	39,239.30
Payments	0.00
Credits/Adjustments	(18,780.28)
Amount Past Due	20,459.02

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Level 3 Communications, LLC
PO Box 910182
Denver, CO 80291-0182

Name	GYMBOREE
Billing Account Number	1-5LTSS9 2
Invoice Number	58783053
Payment Due	August 31, 2017

Total Amount Due	USD	29,501.76
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Amount Enclosed:

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- "Go green" by turning off your paper invoice

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6. When is my invoice available on MyLevel3 Customer Portal?

You can view your invoice in MyLevel3 Customer Portal approximately 3 to 5 days after your Invoice Date. Your Invoice Date is shown on the top right corner of your invoice.

7. What is a Prorate?

Some products and services are billed one month in advance. If you sign up for one of these services in the middle of your billing period, your charges for that time period will be less than a full month's charge. This partial month charge is called a prorate.

8. When is my invoice due?

Your invoice is due upon receipt unless payment terms are specifically identified in your Master Services Agreement. If the total amount is not paid on time, your account is considered past due. Failure to pay a past due amount is considered a material breach of contract and may result in suspension of service and subsequent termination of your service contract.

9. How will credits appear on my invoice?

Credits will appear in the Credits section of the invoice. Credits are identified with brackets surrounding the amount.

10. What is a Payphone Surcharge?

The Payphone Surcharge compensates the payphone owner for the use of their phones. This surcharge is mandated by the FCC and applies to all completed calls placed from a payphone when using toll-free numbers or any similar access codes. These calls are identified with a "H" next to the call amount in the Usage Detail section.

11. What is a Minimum Usage Charge?

A Minimum Usage Charge is the difference between your monthly usage guarantee, as agreed upon in your Service Contract, and your monthly usage plus applicable monthly recurring charges. This charge will only appear on your invoice if your monthly usage falls below your monthly usage guarantee.

12. How do I submit a dispute?

If you have any questions or concerns about your invoice, please contact the Billing Inquiry Department at 1-877-2LEVEL3 or through the MyLevel3 Customer Portal (<https://mylevel3.net>). Level 3 must be notified and receive a written explanation for the disputed charges within 30 days of the due date. The written explanation of the dispute must include the following information:

- Account name and number
- Date of invoice
- Amount of disputed charges
- Type of disputed charges
- Reason charges are being disputed

Upon our receipt of such notification and written explanation, we will begin investigating the reason the charges are being disputed. Any unpaid charges will accrue late fees and the settlement of the late fees will be addressed upon the resolution of the disputed charges.

13. How do I submit a disconnect request?

Customer initiated disconnect requests can be submitted through MyLevel3 Customer Portal at: <http://customerportal.level3.com> or <http://www1.level3.com/disco/disco.html>

The service(s) you request to be disconnected will have an estimated Bill Stop Date of 30 days from the received date of the request unless the requested date is greater than 30 days from the received date or your contract states otherwise. Any subsequent requests for assistance or questions can be emailed directly to disconnects@level3.com.

14. How do I use the Telecommunication Relay Service (TRS)?

To utilize the TRS system, simply dial 711. For additional information, consult the FCC website: <http://www.fcc.gov/cgb/dro/trs.html>

Level 3 Communications, LLC is a disregarded entity for U.S. federal tax purposes into Level 3 Financing, Inc. Federal Tax Id 47-0735805

**Level 3 Communications, LLC Tax ID: GST/HST#: 84539 3941 RT 0001
QST#: 1214162918**

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GYMBOREE

CHARGE SUMMARY

Recurring Charges	8,648.03
Non-Recurring Charges	0.00
Usage Charges	0.00
Taxes, Fees and Surcharges	676.41
Total Current Charges USD*	9,324.44

*Total Current Charges USD excludes finance charges

AGING

Current	24,400.66
0-30 Days	5,101.10
31-60 Days	0.00
61-90 Days	0.00
Over 90 Days	0.00
Amount Due	29,501.76

OUTSTANDING BALANCE

Invoice Date	Invoice Number	Invoice Amount	Credits/ Adjustments	Payments	Finance Charges	Total Amount Due USD
Apr 01, 2017	53753934	7,935.33	(7,935.33)	0.00	0.00	0.00
May 01, 2017	54970943	7,935.33	(7,935.33)	0.00	0.00	0.00
Jun 01, 2017	56237389	7,935.33	(2,909.62)	0.00	75.39	5,101.10
Jul 01, 2017	57539079	15,076.22	0.00	0.00	0.00	15,076.22
Aug 01, 2017	58783053	9,324.44	0.00	0.00	0.00	9,324.44
		48,206.65	(18,780.28)	0.00	75.39	29,501.76

CURRENT MONTH CREDITS

Invoice # Service ID	Service Date Description	Ticket Number/Reason Code	Amount	Taxes, Fees, Surcharges	Total
56237389	Jul 20, 2017 Adjustment		(2,909.62)	0.00	(2,909.62)
54970943	Jul 20, 2017 Adjustment		(7,935.33)	0.00	(7,935.33)
53753934	Jul 20, 2017 Adjustment		(7,935.33)	0.00	(7,935.33)
Total Credits			(18,780.28)	0.00	(18,780.28)

TAXES, FEES AND SURCHARGES

	Federal / International	State	County	City	Other	Total
Taxes						
State and Local Taxes	0.00	0.00	0.00	47.54	0.00	47.54
Total Taxes	0.00	0.00	0.00	47.54	0.00	47.54
Fees and Surcharges						
Federal Universal Service Fund Surcharge	163.85	0.00	0.00	0.00	0.00	163.85
State and Local Surcharges	0.00	0.00	0.00	12.51	0.00	12.51
Administrative Expense Fee	8.35	0.00	0.00	0.00	0.00	8.35
Property Surcharge	0.00	324.30	0.00	0.00	0.00	324.30
Cost Recovery Fee	0.00	37.34	0.00	0.00	0.00	37.34
Franchise Cost Recovery	0.00	9.11	21.74	51.67	0.00	82.52
Total Fees and Surcharges	172.20	370.75	21.74	64.18	0.00	628.87
Total Taxes, Fees and Surcharges	172.20	370.75	21.74	111.72	0.00	676.41

PRODUCT SUMMARY

Product	Amount	Taxes, Fees, Surcharges	Total
IP and Data Services Recurring Charges	8,648.03	676.41	9,324.44
Total Current Charges	8,648.03	676.41	9,324.44

LOCATION SUMMARY

Charge Type	Amount	Taxes, Fees, Surcharges	Total
2299 KIDDS WAY, DIXON, CA IP and Data Services Recurring Charges	1,713.55	275.69	1,989.24

GYMBOREE

LOCATION SUMMARY

Charge Type	Amount	Taxes, Fees, Surcharges	Total
Total 2299 KIDDS WAY, DIXON, CA	1,713.55	275.69	1,989.24
3330 E LONE MOUNTAIN RD, NORTH LAS VEGAS, NV IP and Data Services			
Recurring Charges	2,013.40	111.56	2,124.96
Total 3330 E LONE MOUNTAIN RD, NORTH LAS VEGAS, NV	2,013.40	111.56	2,124.96
500 HOWARD ST, SAN FRANCISCO, CA IP and Data Services			
Recurring Charges	2,907.68	171.55	3,079.23
Total 500 HOWARD ST, SAN FRANCISCO, CA	2,907.68	171.55	3,079.23
71 STEVENSON ST, SAN FRANCISCO, CA IP and Data Services			
Recurring Charges	2,013.40	117.61	2,131.01
Total 71 STEVENSON ST, SAN FRANCISCO, CA	2,013.40	117.61	2,131.01
Total Charges	8,648.03	676.41	9,324.44

GYMBOREE

SERVICE LEVEL ACTIVITY

Service ID	Description	Billing Period	Units	Amount	Taxes, Fees, Surcharges	Total
1-5LTSS9						
BCLK5716						
BBKP58283	Dedicated Internet Access (DIA)	Loc A: 2299 KIDDS WAY, DIXON, CA				
Access SEQ1 FE 50 MBPS Offnet						
Access FE Off-Net		MRC Aug 01, 2017 - Aug 31, 2017	1	878.57	243.46	1,122.03
BBKP58284	Dedicated Internet Access (DIA)	Loc A: 2299 KIDDS WAY, DIXON, CA				
IP:Fixed,50 MbpsFE						
Fixed Port FE		MRC Aug 01, 2017 - Aug 31, 2017	1	834.98	32.23	867.21
Total BCLK5716				1,713.55	275.69	1,989.24
BCQD3150						
BBLW31425	Dedicated Internet Access (DIA)	Loc A: 500 HOWARD ST, SAN FRANCISCO, CA				
Access SEQ1 GE 500 MBPS ESA						
Access Circuit GE On-Net-ESA		MRC Aug 01, 2017 - Aug 25, 2017	1	365.78	46.74	412.52
BBLW31426	Dedicated Internet Access (DIA)	Loc A: 500 HOWARD ST, SAN FRANCISCO, CA				
IP:Fixed,500 MbpsGE						
Fixed Port GE		MRC Aug 01, 2017 - Aug 25, 2017	1	2,541.90	124.81	2,666.71
Total BCQD3150				2,907.68	171.55	3,079.23
BDHR1131						
BBSC70992	Dedicated Internet Access (DIA)	Loc A: 3330 E LONE MOUNTAIN RD, NORTH LAS VEGAS, NV				
Access SEQ1 GE 1000 MBPS ESA						
Access Circuit GE On-Net-ESA		MRC Aug 01, 2017 - Aug 31, 2017	1	238.40	24.23	262.63
BBSC70993	Dedicated Internet Access (DIA)	Loc A: 3330 E LONE MOUNTAIN RD, NORTH LAS VEGAS, NV				
IP:Usage,500 MbpsGE						
Usage Based Port GE		MRC Aug 01, 2017 - Aug 31, 2017	1	1,775.00	87.33	1,862.33
Burst		USG Jul 01, 2017 - Jul 31, 2017	0.0 Mbps	0.00	0.00	0.00
Total BDHR1131				2,013.40	111.56	2,124.96
BDJC2047						
BBSH02248	Dedicated Internet Access (DIA)	Loc A: 71 STEVENSON ST, SAN FRANCISCO, CA				
Access SEQ1 GE 1000 MBPS ESA						
Access Circuit GE On-Net-ESA		MRC Aug 01, 2017 - Aug 31, 2017	1	238.40	30.46	268.86



Billing Account Number

1-5LTSS9

Invoice Number

58783053

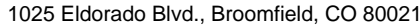
Invoice Date

Aug 01, 2017

GYMBOREE

SERVICE LEVEL ACTIVITY

Service ID	Description	Billing Period	Units	Amount	Taxes, Fees, Surcharges	Total
BBSH02249	Dedicated Internet Access (DIA)	Loc A: 71 STEVENSON ST, SAN FRANCISCO, CA				
IP:Usage,500 MbpsGE						
Usage Based Port GE		MRC Aug 01, 2017 - Aug 31, 2017	1	1,775.00	87.15	1,862.15
			Total BDJC2047	2,013.40	117.61	2,131.01
Total 1-5LTSS9				8,648.03	676.41	9,324.44



Page 1 of 6	
Billing Account Number	1-5LTSS9
Invoice Number	60075890
Payment Due	October 01, 2017
Invoice Date	September 01, 2017

**How to reach Level 3:
1-877-2LEVEL3 (1-877-253-8353)
Billing@level3.com**

Invoice of Level 3 Communications, LLC

Learn how to manage your Level 3 services and account online, anytime using the MyLevel3 customer portal: customerportal.level3.com.

Going Green has never been easier with Level 3's paperless invoices. Sign up and receive your invoice via the MyLevel3 customer portal! It's easy, go to: [My.Level3.com](https://my.level3.com) and select Billing > Invoice Management > Setup > Paperless Billing. If you prefer to receive it via email call the number at the top of your invoice. Thank you for Going Green!

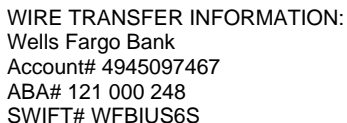
Previous Statement Balance	29,501.76
Payments	0.00
Credits/Adjustments	0.00
Amount Past Due	29,501.76

Current Charges	6,245.21
Finance Charges	301.53

Total Amount Due	USD	36,048.50
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*Your invoice reflects an amount past due. If you have not already done so, please pay **total amount due** in accordance with your payment terms.*

MyLevel3SM (formerly the Level(3)Enabled Portal) gives you the ability to view, download, validate and analyze your invoices, manage billing disputes and requests, and pay your bills online. And with the new intuitive dashboard design, you have instant access to all of these features directly from your homepage. Visit customerportal.level3.com today to learn more about all of the ways MyLevel3 can help make your billing process faster and easier than ever before.



Pay your bill online at: customerportal.level3.com

Remittance - We appreciate your business!

Name	GYMBOREE CORPORATION
Billing Account Number	1-5LTSS9 2
Invoice Number	60075890
Payment Due	October 01, 2017

Total Amount Due	USD	36,048.50
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Amount Enclosed:

--	--	--	--	--	--	--	--	--

- Detach and enclose this portion with your payment
- Make check payable to Level 3 Communications, LLC
- Write the invoice number on the check
- Mail check to address noted in this Remittance section

1. What is PICC?

PICC can also be called Carrier Line Charge. The Federal Communications Commission (FCC) mandated that all long distance companies pay the local telephone company a monthly PICC on most of your telephone lines. This charge is passed to you and may increase or decrease from time to time.

2. What is the Federal Universal Service Fund Surcharge?

Federal Universal Service Fund Surcharge is the recovery of the amount due to the Federal Universal Service Fund. Universal service is a Federal Communications Commission (FCC) program designed to ensure affordable access to telecommunications services to low-income customers, rural areas, school and libraries, and rural healthcare facilities. The Federal Universal Service fund was established by Congress in order to promote and encourage telecommunications infrastructure and service availability nationwide. All telecommunications providers that offer interstate and international voice and data, private line, directory assistance and other regulated services in the United States are required by the FCC to contribute on an equitable and nondiscriminatory basis to the Federal Universal Service Fund.

3. What is the Cost Recovery Fee?

A Cost Recovery Fee allows Level 3 to recover regulatory fees and expenses incurred by Level 3 such as FCC regulatory fees, federal regulatory fees to fund programs, various State Public Utilities Commission (PUC) fees, various state business licenses, and various state annual regulatory fees.

4. What is the Property Surcharge?

A Property Surcharge allows Level 3 to recover a portion of the property tax it pays to state and local jurisdictions.

5. What is the MyLevel3 Customer Portal?

The MyLevel3 Customer Portal provides you with convenient and secure billing options. You can:

- View, download and analyze your Level 3 invoices
- Pay your invoices easily online with the option to set up recurring payments
- Submit and manage billing inquiries, disputes and requests
- Create standard and custom reports
- "Go green" by turning off your paper invoice

Not a current Portal user? Visit customerportal.level3.com for more information on how to register. For any questions related to the Portal, email PortalAccess@level3.com or call 1-877-8LEVEL3.

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12. How do I submit a dispute?

If you have any questions or concerns about your invoice, please contact the Billing Inquiry Department at 1-877-2LEVEL3 or through the MyLevel3 Customer Portal (<https://mylevel3.net>). Level 3 must be notified and receive a written explanation for the disputed charges within 30 days of the due date. The written explanation of the dispute must include the following information:

- Account name and number
- Date of invoice
- Amount of disputed charges
- Type of disputed charges
- Reason charges are being disputed

Upon our receipt of such notification and written explanation, we will begin investigating the reason the charges are being disputed. Any unpaid charges will accrue late fees and the settlement of the late fees will be addressed upon the resolution of the disputed charges.

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14. How do I use the Telecommunication Relay Service (TRS)?

To utilize the TRS system, simply dial 711. For additional information, consult the FCC website: <http://www.fcc.gov/cgb/dro/trs.html>

Level 3 Communications, LLC is a disregarded entity for U.S. federal tax purposes into Level 3 Financing, Inc. Federal Tax Id 47-0735805

**Level 3 Communications, LLC Tax ID: GST/HST#: 84539 3941 RT 0001
QST#: 1214162918**

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GYMBOREE CORPORATION

CHARGE SUMMARY

Recurring Charges	5,740.35
Non-Recurring Charges	0.00
Usage Charges	0.00
Taxes, Fees and Surcharges	504.86
Total Current Charges USD*	6,245.21

*Total Current Charges USD excludes finance charges

AGING

Current	15,569.65
0-30 Days	0.00
31-60 Days	15,302.36
61-90 Days	5,176.49
Over 90 Days	0.00
Amount Due	36,048.50

OUTSTANDING BALANCE

Invoice Date	Invoice Number	Invoice Amount	Credits/ Adjustments	Payments	Finance Charges	Total Amount Due USD
Jun 01, 2017	56237389	7,935.33	(2,909.62)	0.00	150.78	5,176.49
Jul 01, 2017	57539079	15,076.22	0.00	0.00	226.14	15,302.36
Aug 01, 2017	58783053	9,324.44	0.00	0.00	0.00	9,324.44
Sep 01, 2017	60075890	6,245.21	0.00	0.00	0.00	6,245.21
		38,581.20	(2,909.62)	0.00	376.92	36,048.50

TAXES, FEES AND SURCHARGES

	Federal / International	State	County	City	Other	Total
Taxes						
State and Local Taxes	0.00	0.00	0.00	18.76	0.00	18.76
Total Taxes	0.00	0.00	0.00	18.76	0.00	18.76
Fees and Surcharges						
Federal Universal Service Fund Surcharge	163.85	0.00	0.00	0.00	0.00	163.85
State and Local Surcharges	0.00	0.00	0.00	12.51	0.00	12.51
Administrative Expense Fee	8.35	0.00	0.00	0.00	0.00	8.35
Property Surcharge	0.00	215.26	0.00	0.00	0.00	215.26
Cost Recovery Fee	0.00	37.34	0.00	0.00	0.00	37.34
Franchise Cost Recovery	0.00	5.91	21.74	21.14	0.00	48.79
Total Fees and Surcharges	172.20	258.51	21.74	33.65	0.00	486.10
Total Taxes, Fees and Surcharges	172.20	258.51	21.74	52.41	0.00	504.86

PRODUCT SUMMARY

Product	Amount	Taxes, Fees, Surcharges	Total
IP and Data Services Recurring Charges	5,740.35	504.86	6,245.21
Total Current Charges	5,740.35	504.86	6,245.21

LOCATION SUMMARY

Charge Type	Amount	Taxes, Fees, Surcharges	Total
2299 KIDDS WAY, DIXON, CA			
IP and Data Services Recurring Charges	1,713.55	275.69	1,989.24
Total 2299 KIDDS WAY, DIXON, CA	1,713.55	275.69	1,989.24
3330 E LONE MOUNTAIN RD, NORTH LAS VEGAS, NV			
IP and Data Services Recurring Charges	2,013.40	111.56	2,124.96
Total 3330 E LONE MOUNTAIN RD, NORTH LAS VEGAS, NV	2,013.40	111.56	2,124.96
71 STEVENSON ST, SAN FRANCISCO, CA			
IP and Data Services Recurring Charges	2,013.40	117.61	2,131.01
Total 71 STEVENSON ST, SAN FRANCISCO, CA	2,013.40	117.61	2,131.01
Total Charges	5,740.35	504.86	6,245.21

GYMBOREE CORPORATION

SERVICE LEVEL ACTIVITY

Service ID	Description	Billing Period	Units	Amount	Taxes, Fees, Surcharges	Total
1-5LTSS9						
BCLK5716						
BBKP58283	Dedicated Internet Access (DIA)	Loc A: 2299 KIDDS WAY, DIXON, CA				
Access SEQ1 FE 50 MBPS Offnet						
Access FE Off-Net		MRC Sep 01, 2017 - Sep 30, 2017	1	878.57	243.46	1,122.03
BBKP58284	Dedicated Internet Access (DIA)	Loc A: 2299 KIDDS WAY, DIXON, CA				
IP:Fixed,50 MbpsFE						
Fixed Port FE		MRC Sep 01, 2017 - Sep 30, 2017	1	834.98	32.23	867.21
Total BCLK5716				1,713.55	275.69	1,989.24
BDHR1131						
BBSC70992	Dedicated Internet Access (DIA)	Loc A: 3330 E LONE MOUNTAIN RD, NORTH LAS VEGAS, NV				
Access SEQ1 GE 1000 MBPS ESA						
Access Circuit GE On-Net-ESA		MRC Sep 01, 2017 - Sep 30, 2017	1	238.40	24.23	262.63
BBSC70993	Dedicated Internet Access (DIA)	Loc A: 3330 E LONE MOUNTAIN RD, NORTH LAS VEGAS, NV				
IP:Usage,500 MbpsGE						
Usage Based Port GE		MRC Sep 01, 2017 - Sep 30, 2017	1	1,775.00	87.33	1,862.33
Burst		USG Aug 01, 2017 - Aug 31, 2017	0.0 Mbps	0.00	0.00	0.00
Total BDHR1131				2,013.40	111.56	2,124.96
BDJC2047						
BBSH02248	Dedicated Internet Access (DIA)	Loc A: 71 STEVENSON ST, SAN FRANCISCO, CA				
Access SEQ1 GE 1000 MBPS ESA						
Access Circuit GE On-Net-ESA		MRC Sep 01, 2017 - Sep 30, 2017	1	238.40	30.46	268.86
BBSH02249	Dedicated Internet Access (DIA)	Loc A: 71 STEVENSON ST, SAN FRANCISCO, CA				
IP:Usage,500 MbpsGE						
Usage Based Port GE		MRC Sep 01, 2017 - Sep 30, 2017	1	1,775.00	87.15	1,862.15
Total BDJC2047				2,013.40	117.61	2,131.01
Total 1-5LTSS9				5,740.35	504.86	6,245.21



***Boundary Elimination Area Code Overlay Approved
for the 619 and 858 Area Codes***

To ensure a continuing supply of telephone numbers, the boundary between the current geographic region served by the 619 and 858 area codes will be eliminated so that both area codes will serve the same geographic region. This is known as a boundary elimination area code overlay. ***Get ready to change the way you dial your calls!***

What is a boundary elimination area code overlay?

In this case, the boundary line between the 619 and 858 area codes is being eliminated, so that the existing 858 area code will serve the same geographic region as the existing 619 area code, and conversely, the existing 619 area code will serve the same geographic region as the existing 858 area code. In other words, the two regions served by the 858 and 619 area codes are being combined, and telephone numbers for either area code will be assigned in the newly combined region. **A boundary elimination area code overlay does not require customers to change their existing area code, but does require customers to dial the area code + telephone number on every call, including local calls within the same area code.**



Who will be affected?

The 619 area code principally serves the southern portion of the City of San Diego and the adjacent cities of Chula Vista, Coronado, El Cajon, Imperial Beach, La Mesa, Lemon Grove, National City, Santee and unincorporated areas of San Diego County. The 858 area code serves the northern portion of the City of San Diego along with the adjacent cities of Del Mar, Poway, Solana Beach and a small portion of the City of Encinitas, as well as an unincorporated area of San Diego County. Once the boundary elimination area code overlay is implemented, both area codes will serve the combined region.

What will be the new dialing procedure?

To complete calls from a landline phone, the new dialing procedure requires anyone with a 619 or 858 area code to dial **1 + area code + telephone number**. This means that all calls in the 619 and 858 area codes that are currently dialed with seven digits will need to be dialed using **1 + area code + telephone number**.

To complete calls from a **cellular or mobile phone**, callers may dial the **area code + telephone number or 1 + area code + telephone number** whenever placing a call from a phone number with the 619 or 858 area code.

When will the change begin?

- Effective **November 11, 2017**, you should begin using the new dialing procedure whenever you place a call from the 619 or 858 area codes. If you forget and dial just seven digits, your call will still be completed.
- Beginning **May 19, 2018**, you must use the new dialing procedure, as described above for all calls. After this date, if you do not use the new dialing procedures, your calls will not be completed and a recording will instruct you to hang up and dial again.
- Beginning **June 19, 2018**, new telephone lines or services in the former 619 region may be assigned numbers using the 858 area code, and conversely, new telephone lines or services in the former 858 region may be assigned numbers using the 619 area code.

What will you need to do?

In addition to changing your dialing procedure, all services, automatic dialing equipment, or other types of equipment that are programmed to dial a 7-digit number will need to be reprogrammed to use the new dialing procedures. Some examples are life safety systems and medical monitoring devices, PBXs, fax machines, Internet dial-up numbers, alarm and security systems and gates, speed dialers, call forwarding settings, voicemail services, etc. You may also want to check your personal and business stationery and checks, advertising materials, websites, contact information, and personal or pet ID tags to ensure the area code is included.

What will remain the same?

- Your telephone number, including current area code, will not change.
- The price of a call, coverage area, or other rates and services will not change due to the overlay.
- What is a local call now will remain a local call regardless of the number of digits dialed.
- You can still dial just three digits to reach 911, as well as 211, 311, 411, 511, 611, 711 and 811.

Who may you contact with questions?

If you have any questions regarding information provided in this notice, please call Level 3 Communications at 1-877-453-8353 or access the following websites for more information: www.Level3.com or <http://www.cpuc.ca.gov/619areacode/>.



***Código sobrepuesto para la eliminación de límites
aprobado para los códigos de área 619 y 858***

A fin de garantizar la disponibilidad continua de números de teléfono, se eliminarán los límites entre la región geográfica que actualmente está cubierta por los códigos de área 619 y 858 de manera que ambos códigos de área cubran la misma región geográfica. Esto se conoce como código sobrepuesto. **¡Prepárate para cambiar la forma en que marcas tus llamadas!**

¿Qué es el código sobrepuesto?

En este caso, la línea límite entre los códigos de área 619 y 858 está siendo eliminada para que el código de área 858 actual cubra la misma región geográfica que el código de área 619 actual, y a la inversa, el código de área 619 actual cubra la misma región geográfica que el código de área 858 actual. En otras palabras, las dos regiones cubiertas por los códigos de área 858 y 619 se combinan y se asignarán números de teléfono para cualquiera de los dos códigos de área en la nueva región combinada. **El código sobrepuesto no requiere que los clientes cambien su código de área actual, pero sí obliga a que marquen el código de área + número de teléfono en todas las llamadas, incluidas las llamadas locales dentro del mismo código de área.**



¿Quiénes serán afectados?

El código de área 619 cubre principalmente la parte sur de la Ciudad de San Diego y las ciudades colindantes de Chula Vista, Coronado, El Cajon, Imperial Beach, La Mesa, Lemon Grove, National City, Santee y en las áreas no incorporadas del Condado de San Diego. El código de área 858 cubre la parte norte de la Ciudad de San Diego junto con las ciudades colindantes de Del Mar, Poway, Solana Beach y una pequeña parte de la Ciudad de Encinitas, así como un área no incorporada del Condado de San Diego. Una vez implementada la eliminación de límites, ambos códigos de área cubrirán la región combinada.

¿En qué consistirá el nuevo procedimiento de marcación?

Para realizar llamadas desde un **teléfono fijo**, el nuevo procedimiento de marcación requiere que todo aquel que llame con un código de área 619 u 858 marque **1 + código de área + número de teléfono**. Esto significa que todas las llamadas realizadas en los códigos de área 619 y 858 que actualmente se marcan con siete dígitos deberán marcarse usando **1 + código de área + número de teléfono**.

Siempre que se llame desde un **teléfono móvil o celular** con el código de área 619 u 858, se deberá marcar el **código de área + número de teléfono o 1 + código de área + número de teléfono**.

¿Cuándo comenzará el cambio?

- A partir del **11 de noviembre de 2017**, debes empezar a usar el nuevo procedimiento de marcación cuando hagas una llamada desde los códigos de área 619 u 858. Si te olvidas y marcas solo siete dígitos, la llamada todavía podrá completarse.
- A partir del **19 de mayo de 2018**, debes usar el nuevo procedimiento de marcación para todas las llamadas, tal como se acaba de describir. Después de esta fecha, si no usas el nuevo procedimiento de marcación, tus llamadas no se completarán y una grabación te indicará que cuelgues y vuelvas a marcar.
- Comenzando el **19 de junio de 2018**, a las nuevas líneas telefónicas o servicios telefónicos de la actual región 619 se les podrá asignar números que usan el código de área 858, y a la inversa, a las nuevas líneas telefónicas o servicios telefónicos de la actual región 858 se les podrá asignar números que usan el código de área 619.

¿Qué debes hacer?

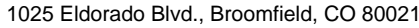
Además de cambiar el procedimiento de marcación, será necesario que vuelvas a programar todos los servicios, equipos de marcación automática u otros tipos de equipo que estén programados para marcar un número de teléfono de 7 dígitos para que usen el nuevo procedimiento de marcación. Algunos ejemplos son los sistemas de salvamento y dispositivos de monitoreo médico, PBX, máquinas de fax, números de conexión a Internet, alarmas y sistemas y puertas de seguridad, marcadores rápidos, configuración del desvío de llamadas, servicios de correo de voz, etc. También recomendamos que verifiques tu material de oficina membretado y cheques del negocio y personales, materiales de publicidad, sitios web, información de contacto y tarjetas de identificación personales o de mascotas para asegurarte de que esté incluido el código de área.

¿Qué quedará igual?

- Tu número de teléfono no cambiará, incluido el código de área actual.
- El precio de la llamada, el área de cobertura y otras tarifas y servicios no cambiarán debido al cambio.
- Lo que actualmente es una llamada local se mantendrá como tal independientemente de la cantidad de dígitos marcados.
- Podrás continuar marcando solo tres dígitos para comunicarte con el 911 así como con el 211, 311, 411, 511, 611, 711 y 811.

¿Con quién puedes comunicarte si tienes preguntas?

Si tienes preguntas sobre la información que se proporciona en este aviso, comunícate con Level 3 Communications al 1-877-453-8353 o visita los siguientes sitios web para obtener más información: www.Level3.com o <http://www.cpuc.ca.gov/619areacode/>.



Invoice		Page 1 of 7
Billing Account Number	1-5LTSS9	
Invoice Number	61316275	
Payment Due	October 31, 2017	
Invoice Date	October 01, 2017	

**How to reach Level 3:
1-877-2LEVEL3 (1-877-253-8353)
Billing@level3.com**

Invoice of Level 3 Communications, LLC

Learn how to manage your Level 3 services and account online, anytime using the MyLevel3 customer portal: customerportal.level3.com.

Going Green has never been easier with Level 3's paperless invoices. Sign up and receive your invoice via the MyLevel3 customer portal! It's easy, go to: My.Level3.com and select Billing > Invoice Management > Setup > Paperless Billing. If you prefer to receive it via email call the number at the top of your invoice. Thank you for Going Green!

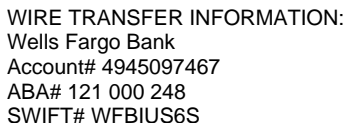
Previous Statement Balance	36,048.50
Payments	0.00
Credits/Adjustments	0.00
Amount Past Due	36,048.50

Current Charges	10,166.54
Finance Charges	441.40

Total Amount Due	USD	46,656.44
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*Your invoice reflects an amount past due. If you have not already done so, please pay **total amount due** in accordance with your payment terms.*

MyLevel3SM (formerly the Level(3)Enabled Portal) gives you the ability to view, download, validate and analyze your invoices, manage billing disputes and requests, and pay your bills online. And with the new intuitive dashboard design, you have instant access to all of these features directly from your homepage. Visit customerportal.level3.com today to learn more about all of the ways MyLevel3 can help make your billing process faster and easier than ever before.



Pay your bill online at: customerportal.level3.com

Level 3 Communications, LLC
PO Box 910182
Denver, CO 80291-0182

Name	GYMBOREE CORPORATION
Billing Account Number	1-5LTSS9 2
Invoice Number	61316275
Payment Due	October 31, 2017

Total Amount Due	USD	46,656.44
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Amount Enclosed:

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- Detach and enclose this portion with your payment
- Make check payable to Level 3 Communications, LLC
- Write the invoice number on the check
- Mail check to address noted in this Remittance section

1. What is PICC?

PICC can also be called Carrier Line Charge. The Federal Communications Commission (FCC) mandated that all long distance companies pay the local telephone company a monthly PICC on most of your telephone lines. This charge is passed to you and may increase or decrease from time to time.

2. What is the Federal Universal Service Fund Surcharge?

Federal Universal Service Fund Surcharge is the recovery of the amount due to the Federal Universal Service Fund. Universal service is a Federal Communications Commission (FCC) program designed to ensure affordable access to telecommunications services to low-income customers, rural areas, school and libraries, and rural healthcare facilities. The Federal Universal Service fund was established by Congress in order to promote and encourage telecommunications infrastructure and service availability nationwide. All telecommunications providers that offer interstate and international voice and data, private line, directory assistance and other regulated services in the United States are required by the FCC to contribute on an equitable and nondiscriminatory basis to the Federal Universal Service Fund.

3. What is the Cost Recovery Fee?

A Cost Recovery Fee allows Level 3 to recover regulatory fees and expenses incurred by Level 3 such as FCC regulatory fees, federal regulatory fees to fund programs, various State Public Utilities Commission (PUC) fees, various state business licenses, and various state annual regulatory fees.

4. What is the Property Surcharge?

A Property Surcharge allows Level 3 to recover a portion of the property tax it pays to state and local jurisdictions.

5. What is the MyLevel3 Customer Portal?

The MyLevel3 Customer Portal provides you with convenient and secure billing options. You can:

- View, download and analyze your Level 3 invoices
- Pay your invoices easily online with the option to set up recurring payments
- Submit and manage billing inquiries, disputes and requests
- Create standard and custom reports
- "Go green" by turning off your paper invoice

Not a current Portal user? Visit customerportal.level3.com for more information on how to register. For any questions related to the Portal, email PortalAccess@level3.com or call 1-877-8LEVEL3.

6. When is my invoice available on MyLevel3 Customer Portal?

You can view your invoice in MyLevel3 Customer Portal approximately 3 to 5 days after your Invoice Date. Your Invoice Date is shown on the top right corner of your invoice.

7. What is a Prorate?

Some products and services are billed one month in advance. If you sign up for one of these services in the middle of your billing period, your charges for that time period will be less than a full month's charge. This partial month charge is called a prorate.

8. When is my invoice due?

Your invoice is due upon receipt unless payment terms are specifically identified in your Master Services Agreement. If the total amount is not paid on time, your account is considered past due. Failure to pay a past due amount is considered a material breach of contract and may result in suspension of service and subsequent termination of your service contract.

9. How will credits appear on my invoice?

Credits will appear in the Credits section of the invoice. Credits are identified with brackets surrounding the amount.

10. What is a Payphone Surcharge?

The Payphone Surcharge compensates the payphone owner for the use of their phones. This surcharge is mandated by the FCC and applies to all completed calls placed from a payphone when using toll-free numbers or any similar access codes. These calls are identified with a "H" next to the call amount in the Usage Detail section.

11. What is a Minimum Usage Charge?

A Minimum Usage Charge is the difference between your monthly usage guarantee, as agreed upon in your Service Contract, and your monthly usage plus applicable monthly recurring charges. This charge will only appear on your invoice if your monthly usage falls below your monthly usage guarantee.

12. How do I submit a dispute?

If you have any questions or concerns about your invoice, please contact the Billing Inquiry Department at 1-877-2LEVEL3 or through the MyLevel3 Customer Portal (<https://mylevel3.net>). Level 3 must be notified and receive a written explanation for the disputed charges within 30 days of the due date. The written explanation of the dispute must include the following information:

- Account name and number
- Date of invoice
- Amount of disputed charges
- Type of disputed charges
- Reason charges are being disputed

Upon our receipt of such notification and written explanation, we will begin investigating the reason the charges are being disputed. Any unpaid charges will accrue late fees and the settlement of the late fees will be addressed upon the resolution of the disputed charges.

13. How do I submit a disconnect request?

Customer initiated disconnect requests can be submitted through MyLevel3 Customer Portal at: <http://customerportal.level3.com> or <http://www1.level3.com/disco/disco.html>

The service(s) you request to be disconnected will have an estimated Bill Stop Date of 30 days from the received date of the request unless the requested date is greater than 30 days from the received date or your contract states otherwise. Any subsequent requests for assistance or questions can be emailed directly to disconnects@level3.com.

14. How do I use the Telecommunication Relay Service (TRS)?

To utilize the TRS system, simply dial 711. For additional information, consult the FCC website: <http://www.fcc.gov/cgb/dro/trs.html>

Level 3 Communications, LLC is a disregarded entity for U.S. federal tax purposes into Level 3 Financing, Inc. Federal Tax Id 47-0735805

Level 3 Communications, LLC Tax ID: GST/HST#: 84539 3941 RT 0001 QST#: 1214162918

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GYMBOREE CORPORATION

CHARGE SUMMARY

Recurring Charges	5,740.35
Non-Recurring Charges	3,500.00
Usage Charges	0.00
Taxes, Fees and Surcharges	926.19
Total Current Charges USD*	10,166.54

*Total Current Charges USD excludes finance charges

AGING

Current	16,411.75
0-30 Days	9,464.31
31-60 Days	0.00
61-90 Days	15,528.50
Over 90 Days	5,251.88
Amount Due	46,656.44

OUTSTANDING BALANCE

Invoice Date	Invoice Number	Invoice Amount	Credits/ Adjustments	Payments	Finance Charges	Total Amount Due USD
Jun 01, 2017	56237389	7,935.33	(2,909.62)	0.00	226.17	5,251.88
Jul 01, 2017	57539079	15,076.22	0.00	0.00	452.28	15,528.50
Aug 01, 2017	58783053	9,324.44	0.00	0.00	139.87	9,464.31
Sep 01, 2017	60075890	6,245.21	0.00	0.00	0.00	6,245.21
Oct 01, 2017	61316275	10,166.54	0.00	0.00	0.00	10,166.54
		48,747.74	(2,909.62)	0.00	818.32	46,656.44

TAXES, FEES AND SURCHARGES

	Federal / International	State	County	City	Other	Total
Taxes						
State and Local Taxes	0.00	0.00	0.00	282.05	0.00	282.05
Total Taxes	0.00	0.00	0.00	282.05	0.00	282.05
Fees and Surcharges						
Federal Universal Service Fund Surcharge	180.14	0.00	0.00	0.00	0.00	180.14
State and Local Surcharges	0.00	10.50	0.00	12.51	0.00	23.01
Administrative Expense Fee	8.35	0.00	0.00	0.00	0.00	8.35
Property Surcharge	0.00	346.51	0.00	0.00	0.00	346.51
Cost Recovery Fee	0.00	37.34	0.00	0.00	0.00	37.34
Franchise Cost Recovery	0.00	5.91	21.74	21.14	0.00	48.79
Total Fees and Surcharges	188.49	400.26	21.74	33.65	0.00	644.14
Total Taxes, Fees and Surcharges	188.49	400.26	21.74	315.70	0.00	926.19

PRODUCT SUMMARY

Product	Amount	Taxes, Fees, Surcharges	Total
IP and Data Services			
Recurring Charges	5,740.35	521.15	6,261.50
Total IP and Data Services	5,740.35	521.15	6,261.50
Infrastructure and Facilities Services			
Non-Recurring Charges	3,500.00	405.04	3,905.04
Total Infrastructure and Facilities Services	3,500.00	405.04	3,905.04
Total Current Charges	9,240.35	926.19	10,166.54

LOCATION SUMMARY

Charge Type	Amount	Taxes, Fees, Surcharges	Total
2299 KIDDS WAY, DIXON, CA			
IP and Data Services			
Recurring Charges	1,713.55	291.98	2,005.53
Total 2299 KIDDS WAY, DIXON, CA	1,713.55	291.98	2,005.53
3330 E LONE MOUNTAIN RD, NORTH LAS VEGAS, NV			
IP and Data Services			
Recurring Charges	2,013.40	111.56	2,124.96
Total 3330 E LONE MOUNTAIN RD, NORTH LAS VEGAS, NV	2,013.40	111.56	2,124.96
525 MARKET ST, SAN FRANCISCO, CA			
Infrastructure and Facilities Services			
Non-Recurring Charges	3,500.00	405.04	3,905.04
Total 525 MARKET ST, SAN FRANCISCO, CA	3,500.00	405.04	3,905.04
71 STEVENSON ST, SAN FRANCISCO, CA			
IP and Data Services			
Recurring Charges	2,013.40	117.61	2,131.01
Total 71 STEVENSON ST, SAN FRANCISCO, CA	2,013.40	117.61	2,131.01
Total Charges	9,240.35	926.19	10,166.54

GYMBOREE CORPORATION

SERVICE LEVEL ACTIVITY

Service ID	Description	Billing Period	Units	Amount	Taxes, Fees, Surcharges	Total
1-5LTSS9						
1008HPQV-BBSP04588	Professional Services	Loc A: 525 MARKET ST, SAN FRANCISCO, CA				
	Installation - UNI Site Readiness	NRC Sep 11, 2017	1	3,500.00	405.04	3,905.04
		Total 1008HPQV-BBSP04588		3,500.00	405.04	3,905.04
BCLK5716						
BBKP58283	Dedicated Internet Access (DIA)	Loc A: 2299 KIDDS WAY, DIXON, CA				
	Access SEQ1 FE 50 MBPS Offnet	MRC Oct 01, 2017 - Oct 31, 2017	1	878.57	259.75	1,138.32
	Access FE Off-Net					
BBKP58284	Dedicated Internet Access (DIA)	Loc A: 2299 KIDDS WAY, DIXON, CA				
	IP:Fixed,50 MbpsFE	MRC Oct 01, 2017 - Oct 31, 2017	1	834.98	32.23	867.21
	Fixed Port FE					
		Total BCLK5716		1,713.55	291.98	2,005.53
BDHR1131						
BBSC70992	Dedicated Internet Access (DIA)	Loc A: 3330 E LONE MOUNTAIN RD, NORTH LAS VEGAS, NV				
	Access SEQ1 GE 1000 MBPS ESA	MRC Oct 01, 2017 - Oct 31, 2017	1	238.40	24.23	262.63
	Access Circuit GE On-Net-ESA					
BBSC70993	Dedicated Internet Access (DIA)	Loc A: 3330 E LONE MOUNTAIN RD, NORTH LAS VEGAS, NV				
	IP:Usage,500 MbpsGE	MRC Oct 01, 2017 - Oct 31, 2017	1	1,775.00	87.33	1,862.33
	Usage Based Port GE	USG Sep 01, 2017 - Sep 30, 2017	0.0 Mbps	0.00	0.00	0.00
	Burst					
		Total BDHR1131		2,013.40	111.56	2,124.96
BDJC2047						
BBSH02248	Dedicated Internet Access (DIA)	Loc A: 71 STEVENSON ST, SAN FRANCISCO, CA				
	Access SEQ1 GE 1000 MBPS ESA	MRC Oct 01, 2017 - Oct 31, 2017	1	238.40	30.46	268.86
	Access Circuit GE On-Net-ESA					
BBSH02249	Dedicated Internet Access (DIA)	Loc A: 71 STEVENSON ST, SAN FRANCISCO, CA				
	IP:Usage,500 MbpsGE	MRC Oct 01, 2017 - Oct 31, 2017	1	1,775.00	87.15	1,862.15
	Usage Based Port GE					
		Total BDJC2047		2,013.40	117.61	2,131.01



Billing Account Number

1-5LTSS9

Invoice Number

61316275

Invoice Date

Oct 01, 2017

GYMBOREE CORPORATION**SERVICE LEVEL ACTIVITY**

Service ID	Description	Billing Period	Units	Amount	Taxes, Fees, Surcharges	Total
Total 1-5LTSS9				9,240.35	926.19	10,166.54



Area Code Overlay Approved for the 805 Area Code

To ensure a continuing supply of telephone numbers, the new 820 area code will be added to the area served by area code 805. This process is known as an area code overlay. **Get ready to change the way you dial your local calls!**

What is an area code overlay?

An area code overlay is the addition of another area code (820) to the same geographic region served by an existing area code (805). An overlay does not require customers to change their existing area code, but does require them to dial "1" followed by the area code and the seven-digit telephone number on every call, including calls within the same area code.

Who will be affected?

Everyone with an 805 area code is affected. The 805 area code serves most of San Luis Obispo, Santa Barbara, and Ventura counties as well as small portions of Monterey and Kern Counties. Cities served by the 805 area code include Arroyo Grande, Atascadero, Buellton, Camarillo, Carpinteria, Fillmore, Goleta, Grover Beach, Guadalupe, Lompoc, Moorpark, Morro Bay, Ojai, Oxnard, Paso Robles, Pismo Beach, Port Hueneme, San Luis Obispo, Santa Barbara, Santa Maria, Santa Paula, Simi Valley, Solvang, Thousand Oaks, and Ventura. The new 820 **area code** will serve the same geographic area currently served by the existing 805 area code.

What will be the new dialing procedure?

To complete calls from a **landline phone**, the new dialing procedure requires anyone with an 805 or 820 area code to dial **1 + area code + telephone number**. This means that all calls in the 805 area code that are currently dialed with seven digits will need to be dialed using **1 + area code + telephone number**.

To complete calls from a **cellular or mobile phone**, callers may dial the **area code + telephone number** or **1 + area code + telephone number** whenever placing a call from a phone number with the 805 or 820 area code.

When will the change begin?

Effective **December 1, 2017**, you should begin using the new dialing procedure whenever you place a call from the 805 area code. If you forget and dial just seven digits, your call will still be completed.

Beginning **June 2, 2018**, you must use the new dialing procedure, as described above for all calls, even for local calls. On and after this date, if you do not use the new dialing procedure, your calls will not be completed and a recording will instruct you to hang up and dial again using the new dialing procedure.

Beginning **June 30, 2018**, new telephone lines or services in the 805 area may be given numbers from the new 820 area code.

What will you need to do?

In addition to changing your dialing procedure, all services, automatic dialing equipment, or other types of equipment that are programmed to dial a 7-digit number will need to be reprogrammed to use the new dialing procedure. Some examples are life safety systems and medical monitoring devices, PBXs, fax machines, Internet dial-up numbers, alarm security systems and gates, speed dialers, call forwarding settings, voicemail services, etc. You may also want to check your personal and business stationery, checks, advertising materials, websites, contact information, and personal or pet ID tags to ensure the 1 + area code is included in the telephone number.

What will remain the same?

- Your telephone number, including current area code, will not change.
- The price of a call, coverage area, or other rates and services will not change due to the overlay.
- What is a local call now will remain a local call regardless of the number of digits dialed.
- You can still dial just three digits to reach 911, as well as 211, 311, 411, 511, 611, 711 and 811.

Who may you contact with questions?

If you have any questions regarding information provided in this notice, please call Level 3 Communications at 1-877-453-8353 or access the following websites for more information: www.Level3.com or www.cpuc.ca.gov/805areacode/.





Código sobrepuesto aprobado para el código de área 805

Para asegurar un suministro continuo de números de teléfono, se añadirá el nuevo código de área 820 al área cubierta por el 805. Este proceso se conoce como código sobrepuesto. **¡Prepárate para cambiar la forma en que marcas tus llamadas locales!**

¿Qué es un código sobrepuesto?

Un código sobrepuesto es la adición de otro código de área (820) a la misma región geográfica que ya tiene un código área existente (805). El código sobrepuesto no requiere que los clientes cambien su código de área actual, pero sí obliga a que marquen "1" seguido del código de área y el número de teléfono de siete dígitos en cada llamada, incluidas las llamadas realizadas dentro del mismo código de área.

¿Quiénes serán afectados?

Todos los que tengan un código de área 805 serán afectados. El código de área 805 cubre la mayor parte de los Condados de San Luis Obispo, Santa Barbara y Ventura así como pequeñas áreas de los Condados de Monterey y Kern. Las ciudades cubiertas por el código de área 805 incluyen Arroyo Grande, Atascadero, Buellton, Camarillo, Carpinteria, Fillmore, Goleta, Grover Beach, Guadalupe, Lompoc, Moorpark, Morro Bay, Ojai, Oxnard, Paso Robles, Pismo Beach, Port Hueneme, San Luis Obispo, Santa Barbara, Santa Maria, Santa Paula, Simi Valley, Solvang, Thousand Oaks y Ventura. El nuevo **código de área 820** cubrirá la misma área geográfica que cubre actualmente el código de área 805 existente.



¿En qué consistirá el nuevo procedimiento de marcación?

Para realizar llamadas desde un **teléfono fijo**, el nuevo procedimiento de marcación requiere que todo aquel que llame con un código de área 805 u 820 marque **1 + código de área + número de teléfono**. Esto significa que todas las llamadas realizadas en el código de área 805 que actualmente se marcan con siete dígitos deberán marcarse usando **1 + código de área + número de teléfono**.

Siempre que se llame desde un **teléfono móvil o celular** con el código de área 805 u 820, se deberá marcar el **código de área + número de teléfono o 1 + código de área + número de teléfono**.

¿Cuándo comenzará el cambio?

A partir del **1 de diciembre de 2017**, debes empezar a usar el nuevo procedimiento de marcación cuando hagas una llamada desde el código de área 805. Si te olvidas y marcas solo siete dígitos, la llamada todavía podrá completarse.

A partir del **2 de junio de 2018**, tendrás que usar el nuevo método de marcación que se acaba de describir para todas las llamadas, incluso para las llamadas locales. A partir de esta fecha, si no usas el nuevo procedimiento de marcación, tus llamadas no se completarán y una grabación te indicará que cuelgues y vuelvas a marcar usando el nuevo procedimiento.

Comenzando el **30 de junio de 2018**, a las nuevas líneas de teléfono o servicios del área 805 se les asignarán números con el nuevo código de área 820.

¿Qué debes hacer?

Además de cambiar el procedimiento de marcación, será necesario que vuelvas a programar todos los servicios, equipos de marcación automática u otro tipo de equipos que estén programados para marcar un número de 7 dígitos para que usen el nuevo procedimiento de marcación. Algunos ejemplos son los sistemas de salvamento y dispositivos de monitoreo médico, PBX, máquinas de fax, números de conexión a Internet, puertas y sistemas de alarma de seguridad, marcadores rápidos, servicio de transferencia de llamadas, servicios de correo de voz, etc. También debes verificar tus artículos de oficina y personales membretados, cheques, materiales de publicidad, sitios web, información de contacto y tarjetas de identificación personal o de mascotas para asegurarte de que esté incluido el 1 + código de área en el número de teléfono.

¿Qué quedará igual?

- Tu número de teléfono no cambiará, incluido el código de área actual.
- El precio de la llamada, el área de cobertura y otras tarifas y servicios no cambiarán debido al cambio.
- Lo que actualmente es una llamada local se mantendrá como tal independientemente de la cantidad de dígitos marcados.
- Podrás continuar marcando solo tres dígitos para comunicarte con el 911 así como con el 211, 311, 411, 511, 611, 711 y 811.

¿Con quién puedes comunicarte si tienes preguntas?

Si tienes preguntas sobre la información que se proporciona en este aviso, comunícate con Level 3 Communications al 1-877-453-8353 o visita los siguientes sitios web para obtener más información: www.Level3.com o www.cpus.ca.gov/805areacode/.